

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MARYLAND  
(Baltimore Division)**

<b>In re:</b>  <b>SUNTERRA CORPORATION, et al.,</b>  <b>Debtor.</b>	<b>Civil Case No. JFM02-2539</b>
<b>RCI TECHNOLOGY CORPORATION,</b> <b>f/k/a</b> <b>Resort Computer Corporation</b>  <b>Appellant,</b>  <b>v.</b>  <b>SUNTERRA CORPORATION,</b>  <b>Appellee.</b>	<b>Bankruptcy Nos. 00-5-6931-JS through 00-5-6967-JS (Chapter 11)</b>  <b>Jointly Administered Under Bankruptcy No. 00-5-6931-JS</b>

**ORDER ON REMAND GRANTING THE MOTION TO DEEM THE SOFTWARE  
LICENSE REJECTED**

This matter comes before the Court on remand from the Fourth Circuit following an appeal of this Court's Order and Memorandum Decision, both dated January 10, 2003, in which this Court affirmed the Bankruptcy Court's Order Denying Motion to Deem Software License Agreement Rejected, entered on June 7, 2002. This Court agreed with the position of Sunterra Corporation ("Suntterra") that notwithstanding the language of Section 365(c) of the Bankruptcy Code, Sunterra could assume the non-exclusive Software License Agreement ("SLA") between RCI Technology Corporation ("RCIT") and Sunterra for use by the reorganized Sunterra so long as Sunterra did not seek to assign the SLA. RCIT filed a timely appeal from this Court's Order

and Memorandum Decision. On March 18, 2004, the Fourth Circuit issued a Decision<sup>1</sup> and Order reversing this Court's Order and Memorandum Decision. On April 13, 2004, the Fourth Circuit denied Sunterra's request for rehearing and rehearing en banc. The mandate issued on April 21, 2004.

Accordingly, it is this \_\_\_\_ day of May, 2005 hereby

ORDERED, that the matter is remanded to the Bankruptcy Court for further proceedings in accordance with the Fourth Circuit's Decision and Order.

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J. Frederick Motz  
United States District Judge

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<sup>1</sup> The Decision is reported at 361 F.3d 257 (4<sup>th</sup> Cir. 2004).